

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; ARISTA
MUSIC, fka BMG MUSIC; CAPITOL
RECORDS LLC fka CAPITOL RECORDS,
INC.; ELEKTRA ENTERTAINMENT
GROUP INC.; INTERSCOPE RECORDS;
LAFACE RECORDS LLC; MOTOWN
RECORD COMPANY, L.P.; PRIORITY
RECORDS LLC; SONY MUSIC
ENTERTAINMENT, fka SONY BMG
MUSIC ENTERTAINMENT; UMG
RECORDINGS, INC.; VIRGIN RECORDS
AMERICA, INC.; and WARNER BROS.
RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC;
MARK GORTON; and M.J.G. LIME WIRE
FAMILY LIMITED PARTNERSHIP,

Defendants

06 Civ. 05936 (KMW)
ECF CASE

**DECLARATION OF KELLY M. KLAUS IN SUPPORT OF PLAINTIFFS'
OBJECTION TO MAGISTRATE JUDGE FREEMAN'S REPORT &
RECOMMENDATION CONCERNING 17 U.S.C. § 412(2)**

I, Kelly M. Klaus, hereby declare as follows:

1. I am a partner in the law firm of Munger, Tolles & Olson LLP, counsel of record for Plaintiffs. I make this Declaration in support of Plaintiffs' Objection to Magistrate Judge Freeman's Report & Recommendation Concerning 17 U.S.C. § 412(2). The contents of this Declaration are based upon my own personal knowledge, and if called upon to do so, I could and would testify competently to the matters stated herein.

2. Attached hereto as Exhibit 1 is a true and correct copy of a September 23, 2010 letter from Glenn Pomerantz to the Honorable Kimba M. Wood.

3. Attached hereto as Exhibit 2 is a true and correct copy of portions of the transcript of the parties' November 1, 2010 hearing before Magistrate Judge Freeman.

4. Attached hereto as Exhibit 3 is a true and correct copy of portions of *Copyright Law Revision, Report of the Register of Copyrights on the General Revision of the U.S. Copyright Law*, 87th Cong. at 72 (1961) ("1961 Report").

5. Attached hereto as Exhibit 4 is a true and correct copy of portions of *Copyright Law Revision, Part 2, Discussion and Comments on Report of the Register of Copyrights on the General Revision of the U.S. Copyright Law*, 88th Cong., at 134 (1963) ("1963 Comments").

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: January 18, 2011
Los Angeles, CA

/s/ Kelly M. Klaus
Kelly M. Klaus